

MARYLAND TRANSPORTATION AUTHORITY
BOARD MEETING
THURSDAY, JANUARY 22, 2015
2310 BROENING HIGHWAY, BALTIMORE, MD 21224

OPEN SESSION

Pete K. Rahn, Chairman Designate

MEMBERS ATTENDING:

Rev. Dr. William C. Calhoun, Sr.
Katrina J. Dennis, Esq.
Mary Beyer Halsey
William K. Hellmann – (by telephone)
Arthur Hock – (by telephone)
Michael Whitson

STAFF ATTENDING:

Barry Clothier
Captain Manny Crew
Percy Dangerfield
Ricky DeGraffenreid
Donna DiCerbo
Trudy Edwards
Patrick Fleming
Aarion Franklin
Lynn Fry
Bruce Gartner
Benjamin Gilmore
David Greene
Jaclyn Hartman
Meshelle Howard
Gary Jackson
Derek Jones
Colonel Mike Kundrat
Kimberly Millender, Esq.
Eric Morris
Will Pines
Michael Rice
Major Joseph Ruff
Darol Smith
Cheryl Sparks
Dan Williams

OTHERS ATTENDING:

Kevin Mallia, Stokes Creative Group
Judy Slater, MDOT

At 9:04 a.m. Introductions were made to the new Secretary/Chairman Designate Pete K. Rahn.

At 9:12 a.m. Chairman Designate Rahn, called the meeting of the Maryland Transportation Authority (“MDTA”) Board to order and requested that Senior Member Reverend Dr. William C. Calhoun, Sr., conduct the meeting, since this was his first MDTA Board meeting.

After reviewing the proposed agenda, by general consensus, the Members deleted the Closed Session scheduled for the end of the agenda.

APPROVAL – CLOSED AND OPEN SESSION MINUTES OF DECEMBER 18, 2014

Upon motion by Member Mary Halsey and seconded by Member Michael Whitson, the Closed and Open Session meeting minutes of the MDTA Board Meeting held on December 18, 2014 were unanimously approved.

RESOLUTIONS – YEARS OF SERVICE RECOGNITION

Ms. Deb Sharpless recognized the retirement of four employees: Lieutenant Wayne Boarman, Elizabeth Brandenberger, Corporal Margaret C. Dietrich and Donna Streckfus. On the occasion of the employees’ retirements from their distinguished careers of exemplary service, the Chairman Designate and Members of the Maryland Transportation Authority hereby express to Lieutenant Wayne Boarman, Elizabeth Brandenberger, Corporal Margaret C. Dietrich and Donna Streckfus their most sincere appreciation for their excellence and commitment.

INTRODUCTIONS – NEW OPERATIONS MANAGEMENT STAFF

Mr. Derek Jones and Mr. Michael Rice introduced the following newly promoted Operations Facilities Management Staff: Eric Morris, Administrator of Vehicle Response Technicians Program; Gary Jackson, Administrator for the Francis Scott Key Bridge; Benjamin Gilmore, Administrator for the Governor Harry M. Nice Memorial Bridge; Barry Clothier, Deputy Administrator for the William Preston, Jr. Memorial Bridge; Ricky DeGraffenreid, Deputy Administrator for the Baltimore Harbor and Fort McHenry Tunnels; and Darol Smith, Deputy Director E-ZPass and Customer Service.

APPROVAL – MDTA BOARD ASSIGNMENTS AND CHAIRPERSONS

Mr. Bruce W. Gartner requested approval for Member Committee assignments. All Members will continue to serve on their current Committees with three changes: the resignation of A. Bradley Mims created a vacancy for the Capital Committee; Member Katrina Dennis, Esq. will serve as the Chair for the Human Resources Committee; and Member Michael Whitson will serve on the Audit Committee.

Upon motion by Member Dennis and seconded by Member Halsey, the Members unanimously approved the assignment changes outlined above to the Human Resources Committee and the Audit Committee.

APPROVAL – RESOLUTION 15-01 – DELEGATED AUTHORITY TO THE EXECUTIVE DIRECTOR REGARDING THE DONATIONS OF ASSETS

Mr. Percy Dangerfield requested approval to amend MDTA Board Resolution No. 14-01 to include delegated authority to the Executive Director to approve and execute any documents for inter-office transfers or donations of Authority personal property up to \$10,000 per fiscal year. This amendment will also authorize the Executive Director to approve and execute any documents for inter-agency transfers or donations of Authority Vehicles deemed surplus or excess up to a total value of not more than \$10,000 per fiscal year. This item was reviewed by the Finance Committee and recommended for approval.

Due to the increasing numbers of donation requests along with the anticipated increase in the number of types of items deemed excess at the Authority, it is being recommended that the Executive Director be given delegated authority to approve and execute any documents for inter-office transfers or donations of Authority personal property up to \$10,000 per fiscal year. This same threshold of \$10,000 delegated authority per fiscal year would apply to Authority vehicles identified for donation as well. This value will be based on the salvage value of the item in question. Any donations above the \$10,000 threshold would be presented to the Board for approval and would have to be determined to provide a benefit to the MDTA facilities or operations.

Upon motion by Member Mary Beyer-Halsey and seconded by Member Arthur Hock, the Members unanimously approved Resolution No. 15-01 for delegated authority to the Executive Director to approve and execute any documents for inter-office transfers or donations of Authority personal property and Authority vehicles up to \$10,000 per fiscal year. Resolution No. 15-01 supersedes prior Resolution No. 14-01.

APPROVAL – I-95 TRAVEL PLAZA LEASE AND CONCESSION AGREEMENT CONTRACT MODIFICATION

Mr. Dangerfield requested approval to proceed with a contract modification to the I-95 Travel Plazas Lease and Concession Agreement (“Agreement”) to adjust the calculation method of payments to the Annual Maintenance Escrow Account and to delegate authority to the Executive Director to finalize and execute approval documents for the modification. This item was reviewed by the Finance Committee and recommended for approval.

The Agreement requires the Concessionaire to establish and maintain an Annual Maintenance Escrow Account (“AMEA”) after the completion of the Initial Improvements that is independent of other matters and accounts of the Concessionaire. The monthly deposits in the account are to be in the amount equal to (i) one percent (1%) of Gross Revenues for the preceding month; and (ii) \$0.0075 per gallon of Fuel sold for the preceding month.

The Agreement notes in Exhibit D – Concessionaire’s Payment Schedule – “If Fuel Stations are operated by Sunoco, then the gallons per Lease Year will be based on gallons sold. If the Fuel Stations are operated by a Franchisee, then the gallons per Lease Year will be based on gallons delivered by Sunoco to Franchisee per Lease Year.”

The fuel stations at both Travel Plazas are operated by a Franchisee. This modification would adjust the AMEA calculation depending upon how the Fuel Stations are operated as well as adding diesel exhaust fluid (“DEF”) amounts into the calculation, in order to be consistent with other revenue payments. If the Fuel Stations are operated by a Franchisee then payments will be based on the gallons of Fuel and DEF delivered as opposed to gallons sold; if the Fuel Stations are operated directly by Sunoco then the calculation of payments will be based on gallons of Fuel and DEF sold in order to be consistent with the monthly payment schedule calculation. In order to confirm the amount of Fuel delivered to ensure that payments are accurate, MDTA also wants to revise the Agreement, Section 10.1 – Maintenance and Audits of Records to require the Concessionaire to maintain and cause its Subcontractors to maintain records regarding the gallons of DEF from Fuel Service Equipment sold and the gallons of Fuel and DEF from Fuel Service Equipment delivered, so those records will be available for inspection and audit upon MDTA’s request.

Upon motion by Member Halsey and seconded by Member Hock the Members unanimously approved the proposed Contract Modification to the I-95 Travel Plazas Lease and Concession Agreement to adjust the calculation method of payments to the Annual Maintenance Escrow Account and to delegate authority to the Executive Director to finalize and execute approval documents outlined in the above.

APPROVAL CONTRACT – AWARDS

- **CONTRACT NO. HT 2738-000-006 – MISCELLANEOUS STRUCTURAL REPAIRS TO THE I-895 K-TRUSS BRIDGE OVER CSX TRANSPORTATION**

Ms. Donna DiCerbo requested approval for Contract No. HT 2738-000-006 Miscellaneous Structural Repairs to the I-895 K-Truss Bridge over CSX Transportation. This item was reviewed by the Capital Committee and recommended for approval.

The project is intended to perform repairs to the K-Truss Bridge (BCY078001) carrying I-895 (Baltimore Harbor Tunnel Thruway) over CSXT Railroad. The repairs include concrete deck spall repair, deck joint seal replacement, finger joint repairs, shimming expansion bearings, anchor bolt and masonry plate replacement, truss main bearing repairs, deck sealing, tack weld removal, substructure crack and spall repair, drainage system repair, cleaning and painting portions of the existing steel, structural nuts and bolts replacement, structural steel repairs, steel member plating, jacking existing stringers, and implementation of Maintenance of Traffic (MOT) and structural inspections, as prescribed in the Contract Documents or as directed by the Engineer.

There is an allowance of \$20,000.00 for Railroad Expenses and an allowance of \$350,000.00 for Miscellaneous Repairs that was included in the Invitation for Bids (IFB), which will only be used if necessary and with prior approval of the Construction Manager.

Five (5) bids were received ranging from 60.68% to 5.54% above the Engineer’s Estimate of \$3,028,802.50. Titan Industrial Services, Inc. is the lowest responsive and responsible bid. Titan Industrial Services, Inc.’s bid was determined to be fair and reasonable.

It was determined that the submitted Veteran-owned firm was not certified and Titan Industrial Services, Inc. was allowed to amend its Veteran-owned Small Business Enterprise Utilization Affidavit in accordance with Code of Maryland Regulations (COMAR) providing a replacement certified Veteran-owned firm.

This solicitation was advertised with a Minority Business Enterprise (MBE) goal of Thirty Percent (30%) with sub-goals of Seven Percent (7%) for African-American-owned companies and Four Percent (4%) for Asian American-owned companies; and a Point Five Percent (.5%) Veteran-owned Small Business Enterprise (VSBE) goal. Titan Industrial Services, Inc. submitted MBE and VSBE plans that meet the goals.

Upon motion by Member William Hellmann and seconded by Member Whitson the Members unanimously approved Contract No. HT 2738-000-006 Miscellaneous Structural Repairs to the I-895 K-Truss Bridge over CSX Transportation to Titan Industrial Services, Inc. in the amount of \$3,196,741.73.

- **CONTRACT NO. MR 2857-000-001/6 ON-CALL STRUCTURAL REPAIRS AND MISCELLANEOUS MODIFICATIONS**

Ms. DiCerbo requested approval for Contract No. MR 2857-000-001/6 On-Call Structural Repairs and Miscellaneous Modifications. This item was reviewed by the Capital Committee and recommended for approval.

The work to be performed under this contract may be required on any portion (bridge, tunnel, highway, building, and all appurtenances) of any of the Authority's facilities. The scope of work includes providing labor, equipment, materials, etc. necessary to perform miscellaneous structural, concrete, and other types of repairs, upgrades, replacements, and new construction as directed by the Engineer. The work may include but is not limited to the following: Concrete repairs and replacement to Authority structures, piers, pier caps, abutments, bridge decks, sidewalks, and other concrete components of bridges, roadway features, vent buildings and tunnels; Jacking bridge steel beams under traffic load and repairing concrete pedestals and restoring bearings on piers and abutments; Repair damaged concrete toll islands, and other concrete components of a toll plaza structure; Provide Maintenance of Traffic; Concrete and steel repair of signs and high mast light poles; Crack repairs in concrete by pressure injecting epoxy; Repair and replacement of Authority structures, bridge piers, pier caps, pedestals, abutments and barriers; Repair or replace bridge beams, girders and other structural members; Repair or replace damaged bridge fender systems and/or dolphins; Repair or replace concrete or other types of slope protections at bridge piers and abutments; Repair or replace damaged structures, including but not limited to toll booths, canopies, and concrete toll islands; Miscellaneous repairs, enhancements and modifications, which may be security related or potentially emergency related; Construction, repair, or replacement of retaining and noise walls; Repair piers in water and install pile protective devices; Placement of riprap, grout filled bag, and other methods of scour protection; Providing access for repairs to Authority structure components, including but not limited to suspension cables, suspender ropes, truss members, other superstructure and substructure elements, etc.; Repair and replacement of suspension cables, cable wrappings, suspender ropes, and other cable components; Repair, replace, or install various drainage systems, including joint seals, troughs, pipes, under drains, downspouts, etc.; Cleaning and painting of various

structure components, including lead abatement; Installation, repair, and maintenance of various electronic systems that are part and parcel to structure preservation; Construction, repair, or upgrade to various highway components that are part and parcel to structures repairs or replacement, including but not limited to roadway, signs, sign structures, lights, light poles, guardrails, impact attenuators, travel plazas, etc.; Trouble shooting and repairing structural, mechanical and electrical components in movable span bridges and tunnel ventilation buildings; Trouble shooting and repairing electrical control systems for movable span bridges, weigh scales, and tunnel ventilation buildings; Working in conjunction with engineering consultants, fabricators, and suppliers to design and construct major and complex upgrades to electrical, mechanical, and structural drawbridge, tunnel ventilation and pump station components, toll plaza and weigh station scales; Construction, fabrication, repair, replacement, or installation of toll gantry structural components; Perform preservation activities for Authority structures that are part and parcel to repairs; Perform repairs or replacements of storm water management and drainage structures; Performing roadside slope stabilization and repair, including the installation of support structures; Installation of foundation items, such as piles, test piles, drilled systems, etc.; and, Installing various instrumentation and measuring devices, including performing load tests on structure elements.

This Contract includes \$3,910,000 in allowance items which consists of \$230,000 for Reimbursable Railroad Permit Expenses, \$1,610,000 for Materials for Structural Repairs, \$920,000 for Specialized Subcontractors. These allowance items will only be used if necessary and will not be used without prior approval of the Construction Manager.

Four (4) bids were received ranging from 14.93% below to 13.11% above the Engineer's Estimate of \$13,897,825. Concrete General, Inc., is the lowest responsive and responsible bidder. As its bid was fourteen point ninety-three percent (14.93%) under the Engineer's Estimate no bid justification was conducted.

This solicitation was advertised with a Minority Business Enterprise (MBE) goal of Nineteen Percent (19%) with no sub-goals. Concrete General, Inc. submitted a MBE plan that meets the goal.

Upon motion by Member Whitson and seconded by Member Hellmann, the Members unanimously approved Contract No. MR 2857-000-001/6 On-Call Structural Repairs and Miscellaneous Modifications to Concrete General, Inc. in the amount of \$11,794,020.

CONTRACT – RENEWAL

- **CONTRACT NO. 20110006 FINANCIAL AUDIT SERVICES FOR THE DIVISION OF FINANCE**

Ms. DiCerbo requested approval for Contract No. 20110006 Financial Audit Services for the Division of Finance. This item was reviewed by the Finance Committee and recommended for approval.

The scope of work includes providing a financial statement audit, single audit (A-133), a report on controls for a service organization (SSAE 16), and other audits as assigned by the contract manager.

The original Contract term from May 2, 2012 through May 1, 2015, was valued at \$900,000, with one (1) 2-Year Renewal Option valued at \$600,000; for a total Contract value of \$1,500,000. The Contract was originally approved by the Board of Public Works (BPW) on May 2, 2012.

This request is for recommended approval to exercise the first and final Renewal Option for a term of May 2, 2015 through April 30, 2017, at a Not-to-Exceed (NET) cost of \$600,000.

The overall Minority Business Enterprise Goal (MBE) goal established for this contract was twenty-five percent (25%). The Contract has achieved 16.29% to date, and it is anticipated that Clifton Larson Allen, LLC will meet the goal.

As this is a contract renewal over \$200,000 it exceeds the delegated authority to the MDTA, and therefore requires the approval of the Maryland Board of Public Works (BPW).

Upon motion by Member Halsey and seconded by Member Dennis, the Members unanimously approved the first and final Renewal Option for Contract No. 20110006 Financial Audit Services for the Division of Finance for a term of May 2, 2015 through April 30, 2017, at a Not-to-Exceed cost of \$600,000.

UPDATE – LEGISLATIVE SESSION

Mr. Patrick Fleming provided an overview of legislation introduced so far this session; HB 61 would allow for only rear license plates for all vehicles; while HB 62 would allow only rear license plates for Historic and Street Rod vehicles; and SB 44 would raise the maximum statewide speed limit from 65 to 70 mph. Additionally, the MDTA has been asked to provide the House Appropriations Committee and the House Transportation and Environment Committee with an overview of the MDTA, an update about the vide toll enforcement process, and an update about the Intercounty Connector (ICC)/MD 200.

Member Hellmann ended his participation in the meeting by conference call.

UPDATE – END OF YEAR REPORT FOR THE MDTA POLICE

Colonel Mike Kundrat presented a year-end overview of staffing, crime trends, traffic accidents and security matters, as well as upcoming and pending issues that are being managed by the MDTA Police Department.

There being no further business, the meeting of the MDTA Board was adjourned by general consensus at 10:07 a.m.

The next MDTA Board Meeting will be held on February 26, 2015 at 9:00 a.m. at the Point Breeze Headquarters, 2310 Broening Highway, Baltimore, Maryland 21224.

APPROVED AND CONCURRED IN:

_____ Jim F. Ports, Jr.